

PROSKAUER ROSE LLP  
Attorneys for Plaintiff  
Houlihan, Lokey, Howard & Zukin, Inc.  
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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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HOULIHAN, LOKEY, HOWARD & ZUKIN,  
INC.,

Plaintiff,

- against -

07 CV -4782 (LTS)

CERTIFICATION PURSUANT TO  
RULE 65(b)

LORRE JAY,

Defendant.

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Brian S. Rauch, an attorney duly admitted to practice in the State of New York and in the United States District Court for the Southern District of New York, hereby certifies, pursuant to Rule 65(b) of the Federal Rules of Civil Procedure, that:

1. I am associated with Proskauer Rose LLP, counsel for plaintiff Houlihan, Lokey, Howard & Zukin, Inc. ("Houlihan").
2. On June 4, 2007, at approximately 12:15 p.m., I phoned Louis Pechman, Esq., counsel for Defendant Lorre Jay and left a voicemail advising him that we would be presenting a proposed Order to Show Cause containing a Temporary Restraining Order in the Southern District of New York. I told him we anticipate being in Court sometime in the middle of the afternoon but that we would call him prior to our departure for the courthouse. I

memorialized the phone call in an e-mail to Mr. Pechman at approximately 12:50 p.m. Mr. Pechman confirmed his receipt of my messages with an letter at approximately 2:10 p.m. In response to his letter, my colleague Steven M. Kayman and I telephoned Mr. Pechman and, in the course of that conversation, agreed to Mr. Pechman's request to delay going to Court until today in order to accommodate his scheduling issues and in order to permit him to discuss the possibility of a settlement with his client. We also provided him, late yesterday afternoon, with copies of the draft papers.

3. Mr. Kayman and I spoke with Mr. Pechman this morning and were, unfortunately, unable to reach a mutually acceptable settlement. We therefore informed him we would be filing papers but would seek to schedule a hearing on the TRO for tomorrow to further accommodate his schedule.

4. Plaintiff is moving by Order to Show Cause rather than by motion because Defendant's actions have caused, and will continue to cause, Houlihan immediate and irreparable harm and economic damage.



Brian S. Rauch (BR-5784)

Dated: 6/5/07  
New York, New York